

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:

NEW ASSIGNMENT

NATURE OF CONVEYANCE:

SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
PRX Acquisition Sub, Inc.		10/26/2005	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Guaranty Business Credit Corporation
Street Address:	333 South Grand Avenue
Internal Address:	Suite 1650
City:	Los Angeles
State/Country:	CALIFORNIA
Postal Code:	90071
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 12

Property Type	Number	Word Mark
Registration Number:	2985753	THE KNOW-HOW COMPANY
Registration Number:	2136947	DAOU
Registration Number:	2429224	ENOSIS
Serial Number:	76581239	R.A.P.I.D. IT SOLUTIONS
Serial Number:	75213476	
Serial Number:	75875113	ENOSUS
Serial Number:	75875109	ENOSUS BECAUSE THE INTERNET WAITS FOR NO ONE
Serial Number:	75875032	ENOSUS
Serial Number:	75875027	THE INTERNET WAITS FOR NO ONE
Serial Number:	75636001	THE LIFE SAVER PEOPLE
Serial Number:	75264467	INTEGREX
Serial Number:	75213477	PONDR

CORRESPONDENCE DATA

900038707

TRADEMARK
REEL: 003217 FRAME: 0973

CH \$315.00 2985753

Fax Number: (214)855-4300

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 2148554731

Email: awalker@jenkens.com

Correspondent Name: Cathryn A. Berryman, Jenkins & Gilchrist

Address Line 1: 1445 Ross Avenue

Address Line 2: Suite 3700

Address Line 4: Dallas, TEXAS 75202-2799

ATTORNEY DOCKET NUMBER:

44522-40

NAME OF SUBMITTER:

ANDREA WALKER

Signature:

/ANDREA WALKER/

Date:

12/28/2005

Total Attachments: 5

source=44522-40 PRX Acquisition tm sec agmt#page1.tif

source=44522-40 PRX Acquisition tm sec agmt#page2.tif

source=44522-40 PRX Acquisition tm sec agmt#page3.tif

source=44522-40 PRX Acquisition tm sec agmt#page4.tif

source=44522-40 PRX Acquisition tm sec agmt#page5.tif

GRANT OF SECURITY INTEREST

TRADEMARKS

THIS GRANT OF SECURITY INTEREST, dated as of October 27, 2005, is executed by PRX ACQUISITION SUB, INC., a Delaware corporation ("**Grantor**"), in favor of GUARANTY BUSINESS CREDIT CORPORATION ("**Lender**").

A. Pursuant to an Amended and Restated Loan and Security Agreement dated as of October 27, 2005 (as amended from time to time, the "**Loan Agreement**") between Proxicom, Inc., a Delaware corporation ("**Proxicom**"), Grantor and Lender, Lender has agreed to extend certain credit facilities to Proxicom and Grantor upon the terms and subject to the conditions set forth therein.

B. Grantor has adopted, used and is using the trademarks, more particularly described on Schedules 1-A and 1-B annexed hereto as part hereof, which trademarks are registered or subject to an application for registration in the United States Patent and Trademark Office (collectively, the "**Trademarks**");

C. Grantor has entered into a Security Agreement (Intellectual Property) dated the date hereof (the "**Security Agreement**") in favor of Lender; and

D. Pursuant to the Security Agreement, Grantor has granted to Lender a security interest in all right, title and interest of Grantor in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks and the customer lists and records related to the Trademarks and the applications and registrations thereof, and all proceeds thereof, including any and all causes of action which may exist by reason of infringement thereof (the "**Collateral**"), to secure the payment, performance and observance of the Obligations, as defined in the Security Agreement.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Grantor does hereby further grant to Lender a security interest in the Collateral to secure the prompt payment, performance and observance of the Obligations.

Grantor does hereby further acknowledge and affirm that the rights and remedies of Lender with respect to the security interest in the Collateral granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

Lender's address is:

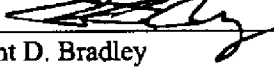
Guaranty Business Credit Corporation
333 South Grand Avenue
Suite 1650
Los Angeles, California 90071
Attn: Portfolio Manager

With a copy to:

Guaranty Business Credit
Corporation
8333 Douglas Avenue, Suite 530
Dallas, Texas 75225
Attn: Corporate Counsel

IN WITNESS WHEREOF, Grantor has caused this Assignment to be executed as of the day and year first above written.

PRX ACQUISITION SUB, INC.,
a Delaware corporation

By: 
Name: Brent D. Bradley
Its: Vice President and Secretary

GRANT OF SECURITY INTEREST - TRADEMARKS (INTELLECTUAL PROPERTY) - PRX
PASADENA 42525 44522-00040

TRADEMARK
REEL: 003217 FRAME: 0976

ALL-PURPOSE ACKNOWLEDGMENT

STATE OF CALIFORNIA)
COUNTY OF LOS ANGELES) ss.

On October 21st, 2005, before me, Tami Lynn Mc Gurt
(Name and Title of Officer)

personally appeared BRENT D. BRADLEY

- ☒ personally known to me
-or-
☐ proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

[Signature]

Signature Of Notary



OPTIONAL

Though the data below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent reattachment of this form.

CAPACITY CLAIMED BY SIGNER

- ☐ Individual
☒ Corporate Officer

Vice President and Secretary
Title(s)

- ☐ Partner(s)
☐ Attorney-In-Fact
☐ Trustee(s)
☐ Guardian/Conservator
☐ Other: _____

- ☐ Limited
☐ General

Signer is representing:

Name Of Person(s) Or Entity(ies)

DESCRIPTION OF ATTACHED DOCUMENT

Grant of Security Interest
(dp) Trademarks
Title Or Type Of Document

Number Of Pages

Date Of Document

Signer(s) Other Than Named Above

GRANT OF SECURITY INTEREST - TRADEMARKS (INTELLECTUAL PROPERTY) - PRX
PASADENA 42525 44522-00040

TRADEMARK
REEL: 003217 FRAME: 0977

SCHEDULE 1-A TO GRANT OF SECURITY INTEREST

TRADEMARKS

Serial Number:	Reg. Number	Word Mark	Check Status	Live/Dead
76581239		R.A.P.I.D. IT SOLUTIONS	TARR	LIVE
76383979	2985753	THE KNOW-HOW COMPANY	TARR	LIVE
75213476			TARR	DEAD
75213486	2136947	DAOU	TARR	LIVE
75875113		ENOSUS	TARR	DEAD
75875109		ENOSUS BECAUSE THE INTERNET WAITS FOR NO ONE	TARR	DEAD
75875032		ENOSUS	TARR	DEAD
75875027		THE INTERNET WAITS FOR NO ONE	TARR	DEAD
75644713	2429224	ENOSIS	TARR	LIVE
75636001		THE LIFE SAVER PEOPLE	TARR	DEAD
75264467		INTEGREX	TARR	DEAD
75213477		PONDR	TARR	DEAD

GRANT OF SECURITY INTEREST - TRADEMARKS (INTELLECTUAL PROPERTY) – PRX
PASADENA 42525 44522-00040

TRADEMARK
REEL: 003217 FRAME: 0978

SCHEDULE 1-B TO GRANT OF SECURITY INTEREST
TRADEMARK APPLICATIONS

None

GRANT OF SECURITY INTEREST - TRADEMARKS (INTELLECTUAL PROPERTY) – PRX
PASADENA 42525 44522-00040